

Bradley T. Hunsicker
(Wyoming State Bar No. 7-4579)
WINSHIP & WINSHIP, P.C.
PO Box 548
Casper, WY 82602
(307) 234-8991

Counsel for US Bentonite, Inc., Rock Springs Properties, Inc.,
and Rock Springs Mineral Processing

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF WYOMING**

In re:)	
)	
US BENTONITE, INC.,)	Case No. 13-20211
)	CHAPTER 11
Debtor-in-Possession.)	
)	
In re:)	
)	
ROCK SPRINGS MINERAL PROCESSING,)	Case No. 14-20198
)	CHAPTER 11
Debtor-in-Possession.)	
)	
In re:)	
)	
ROCK SPRINGS PROPERTIES, INC.,)	Case No. 14-20200
)	CHAPTER 11
Debtor-in-Possession.)	(Jointly Administered)

NOTICE OF AUCTION SALE

COME NOW US Bentonite, Inc., Rock Springs Properties, Inc. and Rock Springs Mineral Processing, as the Debtors-in-Possession in the above-captioned jointly administered case (collectively the “Debtors”), and pursuant to the Court’s *Order Approving Debtor’s Motion for Entry of an Order Establishing Bidding and Auction Procedures for the Sale of Assets of the Debtor Pursuant to § 363 of the Bankruptcy Code*, entered on April 15, 2014, hereby notifies all parties that in the event that two (2) Qualified Bids are submitted, an auction for substantially all

assets of the Debtors will be conducted on May 21, 2014, commencing at 10:00 am MST, at the following location:

**The offices of Markus Williams Young & Zimmermann LLC
1700 Lincoln Street, Suite 4550
Denver, CO 80203**

Only those Qualified Bidders submitting Qualified Bids, and their representatives, are permitted to participate at the auction. All Qualified Bidders must have an authorized representative appear in person at the auction in order to participate, unless the Qualified Bidder makes satisfactory arrangements with Philadelphia Brokerage Corporation to participate telephonically at least two (2) days prior to the auction.

DATED this 9th day of May, 2014.

US BENTONITE, INC., ROCK SPRINGS
MINERAL PROCESSING AND ROCK SPRINGS
PROPERTIES, INC.

By: /s/
Bradley T. Hunsicker
(Wyoming State Bar No. 7-4579)
WINSHIP & WINSHIP, P.C.
100 N. Center, Suite 600
P.O. 548
Casper, WY 82602
(307) 234-8991

CERTIFICATE OF SERVICE

I, Brad T. Hunsicker, hereby certify that a true and correct copy of the foregoing **Notice of Auction Sale** was served on May 9, 2014, upon **all parties subject to executory contracts with the Debtors** as indicated in Exhibit A attached hereto, **all creditors** of Rock Springs Mineral Processing, **all creditors** of Rock Springs Properties, Inc., **all secured**, **all priority** and **the 20 largest unsecured creditors** of US Bentonite, Inc., **the United States Trustee** and **those requesting notice and registered on the CM/ECF system for purposes of proper notice**, by either electronic mail, facsimile or by depositing copies thereof in the United States mail, postage prepaid, addressed as indicated on the *various matrixes* attached hereto.

/s/
Brad T. Hunsicker